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March 11, 2002

Wireless Telecommunications Bureau Federal Communications Commission 1270 Fairfield Road Gettysburg, PA 17325-7245

Re: FCC Form 602 Prospective Ownership Report McLeodUSA Telecommunications Services, Inc.

Dear Sir or Madam:

On behalf of McLeodUSA Telecommunications Services, Inc., transmitted herewith are an original and one (1) copy of its FCC Form 602 ownership report, reflecting its prospective ownership pursuant to a proposed transaction, see FCC File No. 0000780722.

Please date-stamp the enclosed extra copy provided for this purpose and return it to our offices. Should you have any questions concerning this matter, please do not hesitate to contact the undersigned at (202) 424-7673.

Very truly yours,

Nancy Killien Spooner

Enclosures

3/20/2B11

FCC 602 Main Form

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Approved by OMB 3060 - 0799
See instructions for Public burden estimate

pplicant / Licensee Information							•
1) First Name (if individual):	MI:	L	ast Name:				Suffix:
2) Applicant Name (if entity):	<u> </u>	<u> </u>		3) FCC Registration	Number (FRN)):	1
McLeodUSA Telecommunications Servi	ces, Inc.			0003716073			
telated FCC Regulated Businesses of Applicant	t / Licensee						
4a)	4	4b)		4c)	I (PDI)	40	
Name and address of all FCC Regulated Businesses owned by Applicant/ Licensee (use additional sheets, if necessary):	Principal	I Bus	siness:	FCC Registration Num	iber (FRN):	Percent of	Interest Held:
McLeodUSA Telecom Development, Inc. 6400 C Street, S.W., P.O. Box 3177 Cedar Rapids, IA 52406	Telecommun	icatio	ons	0006335046		100%	
Signature) Typed or Printed Name of Party Authorized to Signal	gn						
First Name:	MI	[:	Last Name:				Suffix:
David	R		Conn				
Title:							
Vice President, Parent, McLeodUSA I	ncorporated	l			ECTED	2	
Signature (0			WE PER	R 1 1 2002	The second secon	Date: 3/08/02
Failure to Sign This Application May Result in Dist	missal Of The A	Applic	cation And Fo	rfeiture Of Any Fees Paid	CC.		
				MENTS ARE PUNISHA			

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(l) AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 – 0799 See instructions for Public burden estimate

)isclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First N	Jame (if individual):	MI:	Last Name:		Suffix:	
2) Disclosable Interest Holder's Nat	me (if entity):		3) F	FCC Registration Number(FRN):		
McLeodUSA Holdings, Inc.			0004	770699		
4) Disclosable Interest Holder's Add	dress:					
6400 C Street, S.W., P.O. Box 3 177, Cedar Rapids, IA 52406						
5) Type of Interest in Applicant (D (refer to Instructions for list):		sable Interest Holder is a (n): (o instructions for list of codes):	C) 7) Percent of Interest Held in Applicant: 100%			
8) Disclosable Interest Holder's Type	of Ownership (C)	8) Disclosable In	nterest Holder's Country of Citizenship:			
(refer to instructions for list):		U.S.A.	U.S.A.			
(X) Voting (Non-Voting						
10) Relationship Description (if the disc	10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):					

lelated FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified) 11a) 11d) Name and address of all FCC Regulated Businesses owned Principal Business: u Percent of Interest Held: by Disclosable Interest Holder listed in Item I or 2 (use additional sheets, if necessary): McLeodUSA Community Telephone, Inc. Telecommunications 100% 6400 C Street, S.W., P.O. Box 3 177 Cedar Rapids, IA 52406 Illinois Consolidated Telephone Company 0004333712 Telecommunications 100% indirect $6400\ C$ Street, S.W., P.O. Box 3 177 . Cedar Rapids, IA 52406 Dakota Community Telephone, Inc. Telecommunications 0006383392 100% indirect 6400 C Street, S.W., P.O. Box 3177 Cedar Rapids, IA 52406 Greene County Partners, Inc. Telecommunications 0004154605 85% 6400 C Street, S.W., P.O. Box 3 177 Cedar Rapids, IA 52406 Illinois SMSA Limited Partners Telecommunications 0002840718 27% indirect 6400 C Street, S.W., P.O. Box 3177 Cedar Rapids, IA 52406 See Main Form for additional indirect holdings

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 - 0799 See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individua	t\·	MI:		Last N	Jame:	Suffix:	
1) Disclosable intelest Holder's First Ivalie (if individua	11).	IVII.		Last	aliæ.	Suma.	
2) Disclosable Interest Holder's Name (if entity):				3) FC	CC Registration Number(FRN):		
McLeodUSA Incorporated				000	4198446		
_							
5) Disclosable Interest Holder's Address:							
6400 C Street, S.W., P.O. Box 3 177	7. Cedar R	apids, IA	52406				
	,	r,					
5) Type of Interest in Applicant (I)	6) Disclosa	able Interest	Holder is a (n): (C	;)	6) Percent of Interest Held in Applicant:		
(refer to Instructions for list):	(refer to	instructions	for list of cedes):	100%			
8) Disclosable Interest Holder's Type of Owners	ship (C)		9) Disclosable Interest Holder's Country of Citizenship:				
(refer to instructions for list):			U.S.A.				
(X) Voting							
() Non-Voting							
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):							
Parent of McLeodUSA Holdings, Inc., direct parent of Applicant.							

elated FCC Regulated Businesses of Disclosable In			
Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	11c) FCC Registration Number (FRN):	Percent of Interest Held:
IWL Communications, Incorporated 6400 C Street, S.W., P.O. Box 3 177 Cedar Rapids, IA 52406	Telecommunications	0001643766	100% indirect
Spacelink Systems, Inc. 6400 C Street, S.W., P.O. Box 3 177 Cedar Rapids, IA 52406	Telecommunications	0006240493	100% indirect
See Main Form and Schedule A for McLeodUSA Holdings, Inc. for additional indirect interests			
***:			

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 – 0799 See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

7) Disclosable Interest Holder's First Name (if indivi	idual):	MI:	Last N	Name:	Suffix:	
8) Disclosable Interest Holder's Name (if entity): Forstmann Little & Co. Equity Partnership-V, L.P. ("Equity-V")			9) FCC Registration Number(FRN): 000658653 1			
10) Disclosable Interest Holder's Address: 767 Fifth Avenue, New York, NY 10153						
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (L (refer to instructions for list of codes):			11) Percent of Interest Held in Applicant: 10.9%		
8) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list): (X) Voting () Non-Voting		12) Disclosable In U.S.A.	12) Disclosable Interest Holder's Country of Citizenship: U.S.A.			
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Direct shareholder of McLeodUSA Incorporated, parent of McLeodUSA Holdings, Inc., parent of Applicant.						

Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	I lb) Principal Business:	IIc) FCC Registration Number (FRN):	11d) Percent of Interest Held:
XO Communications, Inc. 11111 Sunset Hills Road Reston, VA 22102	Telecommunications		
Citadel Communications Corporation City Center West, Suite 400 720 1 Mead Boulevard Las Vegas, NV 89128	Broadcasting		

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 – 0799 See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest Holders)

11) Disclosable Interest Holder's First Name (if individ	lual):	MI:		Last N	ame:	Suffix:	
12) Disclosable Interest Holder's Name (if entit	y):			13) F	CCC Registration Number(FRN):		
Forstmann Little & Co. Subordinate Buyout Partnership-VII, L.P. ("MB		d Equity	Management	0006	6587125		
14) Disclosable Interest Holder's Address:							
767 Fifth Avenue, New York, NY 10153							
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (I (refer to instructions for list of codes):			.)	13) Percent of Interest Held in Applicant: 16.6%		
8) Disclosable Interest Holder's Type of Ownersh	hip (C)		14) Disclosable Interest Holder's Country of Citizenship:				
(refer to instructions for list):			U.S.A.				
(X) Voting → ()Non-Voting							
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):							
Direct shareholder of McLeodUSA Incorporated, parent of McLeodUSA Holdings, Inc., parent of Applicant.							

elated FCC Regulated Businesses of Disclosable Int 1 la)	1 lb)	llc)	lld)
Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	Principal Business:	FCC Registration Number (FRN):	Percent of Interest Held:
XO Communications, Inc.	Telecommunications		
11111 Sunset Hills Road			
Reston, VA 22102			
Citadel Communications Corporation	Broadcasting		
City Center West, Suite 400			
7201 Mead Boulevard			
Las Vegas, NV 89128			
	I.		

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060-0799 See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all discless ble interest holders)

15) Disclosable Interest Holder's First Name (if indivi	idual):	MI:	Last 1	Vame:	Suffix:		
16) Disclosable Interest Holder's Name (if entity): Forstmann Little & Co. Equity Partnership-VII, L.P. ("Equity-VII")				17) FCC Registration Number(FRN): 0006551725			
18) Disclosable Interest Holder's Address:767 Fifth Avenue, New York, NY 1	10153						
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (L (refer to instructions for list of codes):			15) Percent of Interest Held in Applicant: 14.2%			
8) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list): (X) Voting ()Non-Voting		16) Disclos U.S.A.	,				
IO) Relationship Description (if the discloseable in Direct shareholder of McLeodUSA I		-		-	unt.		

Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	FCC Registration Number (FRN):	11d) Percent of Interest Held:
XO Communications, Inc. 11111 Sunset Hills Road Reston, VA 22 102	Telecommunications		
Citadel Communications Corporation City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89128	Broadcasting		

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 – 0799
See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

19) Disclosable Interest Holder's First Name (if indiv	idual): MI:	I	Last Nam	ne:	Suffix:	
20) Disclosable Interest Holder's Name (if entity): FLC XXX Partnership, L.P. ("FLC XXX")			21) FCC Registration Number(FRN): 0006587224			
22) Disclosable Interest Holder's Address:767 Fifth Avenue, New York, NY	0153					
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest (refer to instructions	st Holder is a (n): (L s for list of codes):) 17) Percent of Interest Held in Applicant: 10.9% indirect			
8) Disclosable Interest Holder's Type of Owners (refer to instructions for list): (X) Voting ()Non-Voting	18) Disclosable Interest Holder's Country of Citizenship: U.S.A.					
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): General partner of Equity-V, which is a direct shareholder of McLeodUSA Incorporated, parent of McLeodUSA Holdings, Inc., parent of Applicant.						

Name and address of all FCC Regulated Businesses owed by Disclosable Interest Holder listed in Item I or 2 (use additional sheets, if necessary):	11b) Principal Business:	Ilc) FCC Registration Number (FRN):	Ild) Percent of Interest Held:
XO Communications, Inc. 11111 Sunset Hills Road Reston, VA 22 102	Telecommunications		
Citadel Communications Corporation City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89128	Broadcasting		

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 – 0799
See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

23) Disclosable Interest Holder's First Name (if individ	vidual): MI:			Last N	ame:	Suffix:	
_							
24) Disclosable Interest Holder's Name (if entity	/):			25) F	CC Registration Number(FRN):		
FL6 XXXIII Partnership, L.P. ("FLC XXXIII")		0006	5587299				
26) Disclosable Interest Holder's Address:							
767 Fifth Avenue, New York, NY 10153							
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (L (refer to instructions for list of codes):)	19) Percent of Interest Held in Applicant:16.6% indirect		
8) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list): (X) Voting () Non-Voting				erest H	older's Country of Citizenship:		
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): General partner of MBO-VII, which is a direct shareholder of McLeodUSA Incorporated, parent of McLeodUSA Holdings, Inc., parent of Applicant.							

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	IIc) FCC Registration Number (FRN):	11d) Percent of Interest Held:
XO Communications, Inc. 11111 Sunset Hills Road Reston, VA 22 102	Telecommunications		
Citadel Communications Corporation City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89 128	Broadcasting		

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB **3060 – 0799** See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

27) Disclosable Interest Holder's First Name (if indivi-	vidual): MI:		Last N	Name:	Suffix:	
28) Disclosable Interest Holder's Name (if entit		29) F	FCC Registration Number(FRN):			
FL6 XXXII Partnership, L.P. ("FLC XXXII")			0000	0006587414		
30) Disclosable Interest Holder's Address:						
767 Fifth Avenue, New York, NY 10153						
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (L) (refer to instructions for list of codes):			21) Percent of Interest Held in Applicant: 14.2% indirect		
8) Disclosable Interest Holder's Type of Ownersl	nip (C)	22) Disclosa	22) Disclosable Interest Holder's Country of Citizenship:			
(refer to instructions for list):		U.S.A.	U.S.A.			
(X) Voting — ()Non-Voting						
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant				p from indirect owner to the applicant):		
General partner of Equity-VII, which is a direct shareholder of McLeodUSA Incorporated, parent of McLeodUSA Holdings, Inc., parent of Applicant.				dUSA		

Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item I or 2 (use additional sheets, if necessary):	11b) Principal Business:	FCC Registration Number (FRN):	11d) Percent of Interest Held:
XO Communications, Inc. 11111 Sunset Hills Road Reston, VA 22102	Telecommunications		
Citadel Communications Corporation City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89128	Broadcasting		

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060-0799 See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

31) Disclosable Interest Holder's First Name (if individ	ividual): MI:		Last N	ame:	Suffix:	
Theodore	J			Fors	tmann	
32) Disclosable Interest Holder's Name (if entity):			33) FCC Registration Number(FRN): 0006587513			
34) Disclosable Interest Holder's Address:						
767 Fifth Avenue, New York, NY 10	0153					
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (I (refer to instructions for list of codes):)	23) Percent of Interest Held in Applicant: 20.2% actual indirect interest	
8) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list): (X) Voting ()Non-Voting		24) Disclosable Interest Holder's Country of Citizenship: U.S.A.				
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): A general partner of FLC XXX, FLC XXXII1 and FLC XXXII, which are the respective general partners of EMBO-VII and Equity-VII, which, in turn, are direct shareholders of McLeodUSA Incorporated, parent of McLeodings, Inc., parent of Applicant.						

Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item I or 2 (use additional sheets, if necessary):	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
XO Communications, Inc. 11111 Sunset Hills Road Reston, VA 22102	Telecommunications		
Citadel Communications Corporation City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89128	Broadcasting		

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB **3060-0799**See instructions for Public burden estimate

Disclosable Interest Holder Informetion (competes many serequired to describe all disclosable interest holders 1

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35) Disclosable Interest Holder's First Name (if individ	ual): MI:		Last N	Jame:	Suffix:	
Sandra	J		Horl	bach		
36) D&closable Interest Holder's Name (if entity		37) F	CC Registration Number(FRN):			
•			0006	6587570		
			0000	3307370		
20) Di la la vana Walana da						
38) Disclosable Interest Holder's Address:						
767 Fifth Avenue, New York, NY 10 153						
5) Type of Interest in Applicant (I)	6) Disclosable In	terest Holder is a (n): (I)	25) Percent of Interest Held in Applicant:		
(refer to Instructions for list):	(refer to instruc	ctions for list of codes):		11.5% actual indirect interest		
8) Disclosable Interest Holder's Type of Ownershi	p (C)	26) Disclosable Int	erest H	folder's Country of Citizenship:		
(refer to instructions for list):		U.S.A.				
(X) Voting		0.5.11.				
() Non-Voting						
(0) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):						
, 1				11 ,		
A general partner of FLC XXX, FLC XXX111 and FLC XXXII, which are the respective general partners of Equity-V,						

A general partner of FLC XXX, FLC XXX111 and FLC XXXII, which are the respective general partners of Equity-V, MBO-VII and Equity-VII, which, in turn, are direct shareholders of McLeodUSA Incorporated, parent of McLeodUSA Holdings, Inc., parent of Applicant.

Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item I or 2 (use additional sheets, if necessary):	11b) Principal Business:	FCC Registration Number (FRN):	Percent of Interest Held:
XO Communications, Inc. 11111 Sunset Hills Road Reston, VA 22 102	Telecommunications		
Citadei Communications Corporation City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89128	Broadcasting		
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FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 - 0799 See instructions for Public burden estimate

isclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

9) Disclosable Interest Holder's First Name (if individual Thomas	I): MI:		Last N		Suffix:	
0) D&losable Interest Holder's Name (if entity):			41) FCC Registration Number(FRN): 0006587687			
2) Disclosable Interest Holder's Address: '67 Fifth Avenue, New York, NY 10153						
I) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (1 (refer to instructions for list of codes):			27) Percent of Interest Held in Applicant. Less than 10% actual indirect i		
3) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list): (X) Voting () Non-Voting				older's Country of Citizenship:		
0) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): A general partner of FLC XXX, FLC XXX111 and FLC XXXII, which are the respective general partners of Equity-V,						

A general partner of FLC XXX, FLC XXX111 and FLC XXXII, which are the respective general partners of Equity-V, MBO-VII and Equity-VII, which, in turn, are direct shareholders of McLeodUSA Incorporated, parent of McLeodUSA Ioldings, Inc., parent of Applicant.

elated FCC Regulated Businesses of Disclosable Int			11.4\
Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	1 lb) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
XO Communications, Inc. I 1111 Sunset Hills Road Reston, VA 22102	Telecommunications		
Citadel Communications Corporation City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89 128	Broadcasting		
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FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 – 0799 See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

43) Disclosable Interest Holder's First Name (if individual):		MI:		Last Name:		Suffix:	
Winston W		W	Hute		chins		
44) Disclosable Interest Holder's Name (if entity):				45) FCC Registration Number(FRN): 0006587695			
46) Disclosable Interest Holder's Address:							
767 Fifth Avenue, New York, NY 10153							
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (I (refer to instructions for list of codes):)	29) Percent of Interest Held in Applicant: Less than 10% actual indirect interest		
8) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list): (X) Voting ()Non-Voting		30) Disclosable Interest Holder's Country of Citizenship: U.S.A.					
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of A general partner of FLC XXX, FLC XXX111 and FLC XXXII, which MBO-VII and Equity-VII, which, in turn, are direct shareholders of M Holdings, Inc., parent of Applicant.			are th	ne respective general partners of E	1 .		

Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	FCC Registration Number (FRN):	11d) Percent of Interest Held:
XO Communications, Inc. 11111 Sunset Hills Road Reston, VA 22 102	Telecommunications		
Citadel Communications Corporation City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89 128	Broadcasting		

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060-0799 See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

47) Disclosable Interest Holder's First Name (if individual):		MI:		Last Name:		Suffix:	
Jamie	ı	C	4	Nich	nolls		
48) Disclosable Interest Holder's Name (if entity):				49) FCC Registration Number(FRN): 0006587729			
50) Disclosable Interest Holder's Address:							
767 Fifth Avenue, New York, NY 10153							
		able Interest Holder is a (n): (I))	3 1) Percent of Interest Held in Applicant:		
(refer to Instructions for list):	(refer to instructions for list of codes):				Less than 10% actual indirect is	nterest	
8) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list): (X) Voting ()Non-Voting			32) Disclosable Interest Holder's Country of Citizenship:				
			U.S.A.				
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):							
A general partner of FLC XXXIII at VII, which, in turn, are direct shareh of Applicant.		•	•				

elated FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified) lla) 11b) 11c) 11d) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use Principal Business: FCC Registration Number (FRN): Percent of Interest Held: additional sheets, if necessary): XO Communications, Inc. Telecommunications 11111 Sunset Hills Road Reston, VA 22102 Citadel Communications Corporation Broadcasting City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89128

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 – 0799 See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disck tible interest holders)

51) Disclosable Interest Holder's First Name (if individual): Gordon	MI: A		Last N Holi		Suffix:		
52) Disclosable Interest Holder's Name (if entity):		53) FCC Registration Number(FRN): 00065 87828					
54) Disclosable Interest Holder's Address: 767 Fifth Avenue, New York, NY 10153							
	6) Disclosable Interest Holder is a (n): (I (refer to instructions for list of codes):) 33) Percent of Interest Held in Applicant: Less than 10% actual indirect interest			
8) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list): (X) Voting ()Non-Voting		34) Disclosable Interest Holder's Country of Citizenship: Ireland					
10) Relationship Description (if the discloseable interest had general partner of FLC XXXIII and FL VII. which in turn are direct shareholder	C XXXII, wl	hich are the respe	ective	general partners of MBO-VII an			

Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	l lb) Principal Business:	IIc) FCC Registration Number (FRN):	Percent of Interest Held:
XO Communications, Inc. 11111 Sunset Hills Road Reston, VA 22 102	Telecommunications		Less than 25% indirect
Citadel Communications Corporation City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89128	Broadcasting		Less than 25% indirect
